

EXHIBIT 28



AMAZING FANTASY

12¢

15 AUG.

INTRODUCING **SPIDER MAN**

THOUGH THE WORLD
MAY MOCK
PETER PARKER,
THE TIMID
TEEN-
AGER...

...IT WILL
SOON MARVEL
AT THE
AWESOME
MIGHT OF...
SPIDER-MAN!



ALSO IN THIS ISSUE:

AN IMPORTANT
MESSAGE TO
YOU, FROM THE
EDITOR--ABOUT
THE NEW
AMAZING!

MARVEL®

An Amazing Invention—“Magic Art Reproducer”
DRAW
THE FIRST DAY
NO LESSONS! NO TALENT!

Anyone can Draw With This Amazing New Invention—Instantly!



Do Luxe Model
Complete for only
\$198

—With extra high power, extra clear and sharp “reproducer” unit.

A New Hobby Gives You A Brand New Interest!

Yes, anyone from 5 to 80 can draw or sketch or paint anything now... the very first time you use the “Magic Art Reproducer” like a professional artist—no matter how “hopeless” you think you are. An unlimited variety and amount of drawings can be made! Art is admired and respected by everyone. Most hobbies are expensive, but drawing costs very little, just some inexpensive paper, pencils, crayons, or paint. Not costly upkeep, nothing to wear out, no parts to replace. It automatically reproduces anything you want to draw on any sheet of paper. Then easily and quickly you can draw the same thing over and over again... and you have an accurate original drawing that anyone would think an artist had done. No guesswork, no judging sizes and shapes! Reproduced black and white and actual colors for paintings.

Also makes drawing larger or smaller as you wish.

Anyone can use it on any desk, table, board, etc.—indoors or outdoors! Light and compact to be taken wherever you wish. No other lessons or practice or talent needed! You'll be proud to frame your original drawings for a more distinctive touch to your home. Give them to friends as gifts that are “different,” appreciated.

Have Fun! Be popular! Everyone will ask you to draw them. You'll be in demand! After a short time, you may find you can draw well without the “Magic Art Reproducer” because you have developed a “knack” and feeling artists have—which may lead to a good paying art career.

FREE!

SEND NO MONEY!
Free 10-Day Trial!

Just send name and address. Pay postman on delivery \$1.98 plus postage. Or send only \$1.98 with order and we pay postage. You must be convinced that you can draw anything like an artist, or return merchandise after 10-day trial and your money will be refunded.

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 New York 7, N.Y.

NORTON PRODUCTS

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Even if You CAN'T DRAW A STRAIGHT LINE
You Can Draw Your Family, Friends, Anything From REAL LIFE—Like An Artist... Even if You CAN'T DRAW A Straight Line!

ALSO EXCELLENT FOR EVERY OTHER TYPE OF DRAWING AND HOBBY!



FREE 10-DAY TRIAL COUPON

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Rush my “Magic Art Reproducer” plus FREE illustrated guide “How to Easily Draw Artists’ Models.” I will pay postman on delivery only \$1.98 plus postage. I must be convinced that I can draw anything like an artist, or I can return merchandise after 10-day trial and get my money back.

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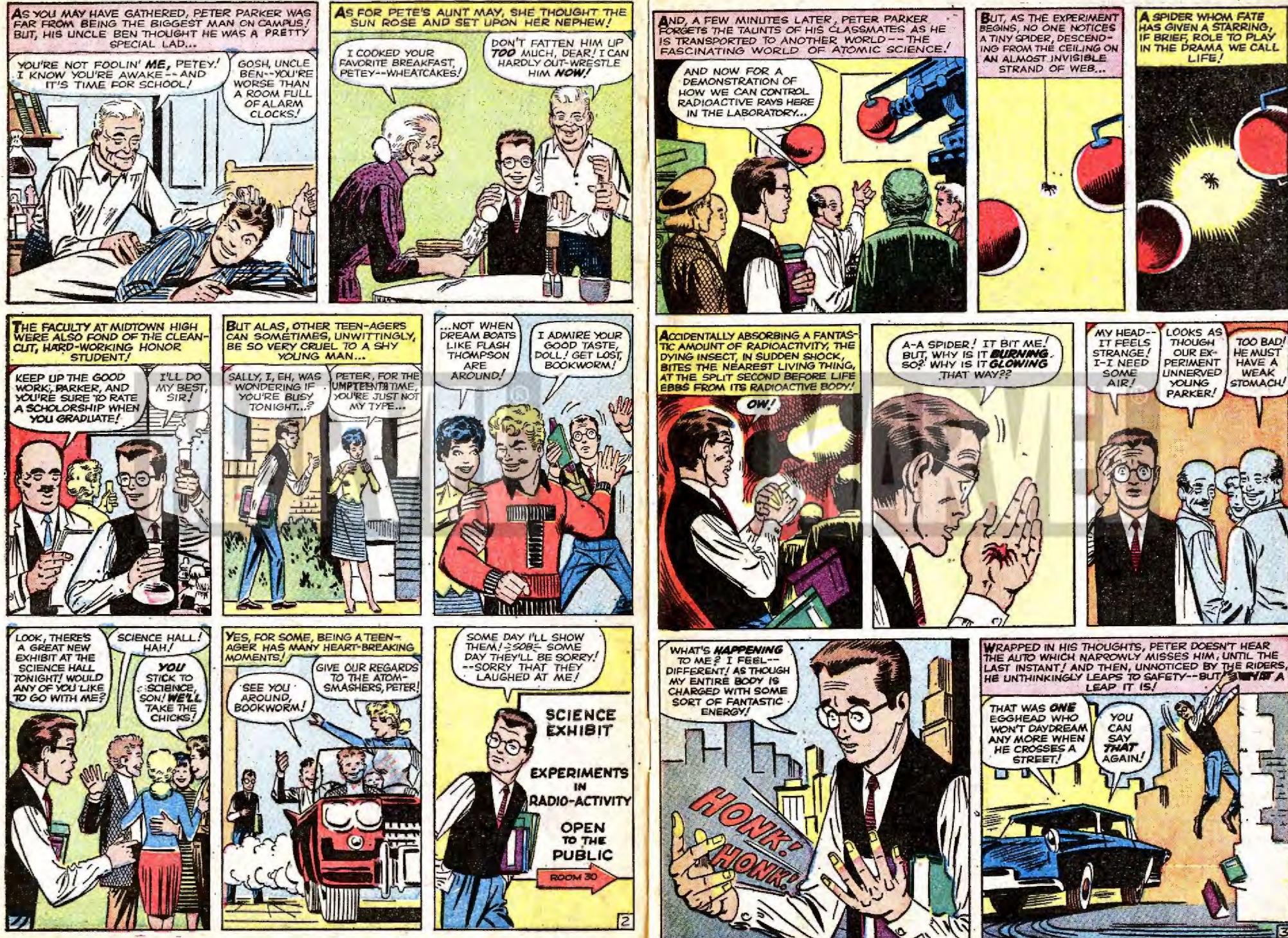
Check here if you wish to save postage by sending only \$1.98 with coupon. Same Money Back Guarantee!

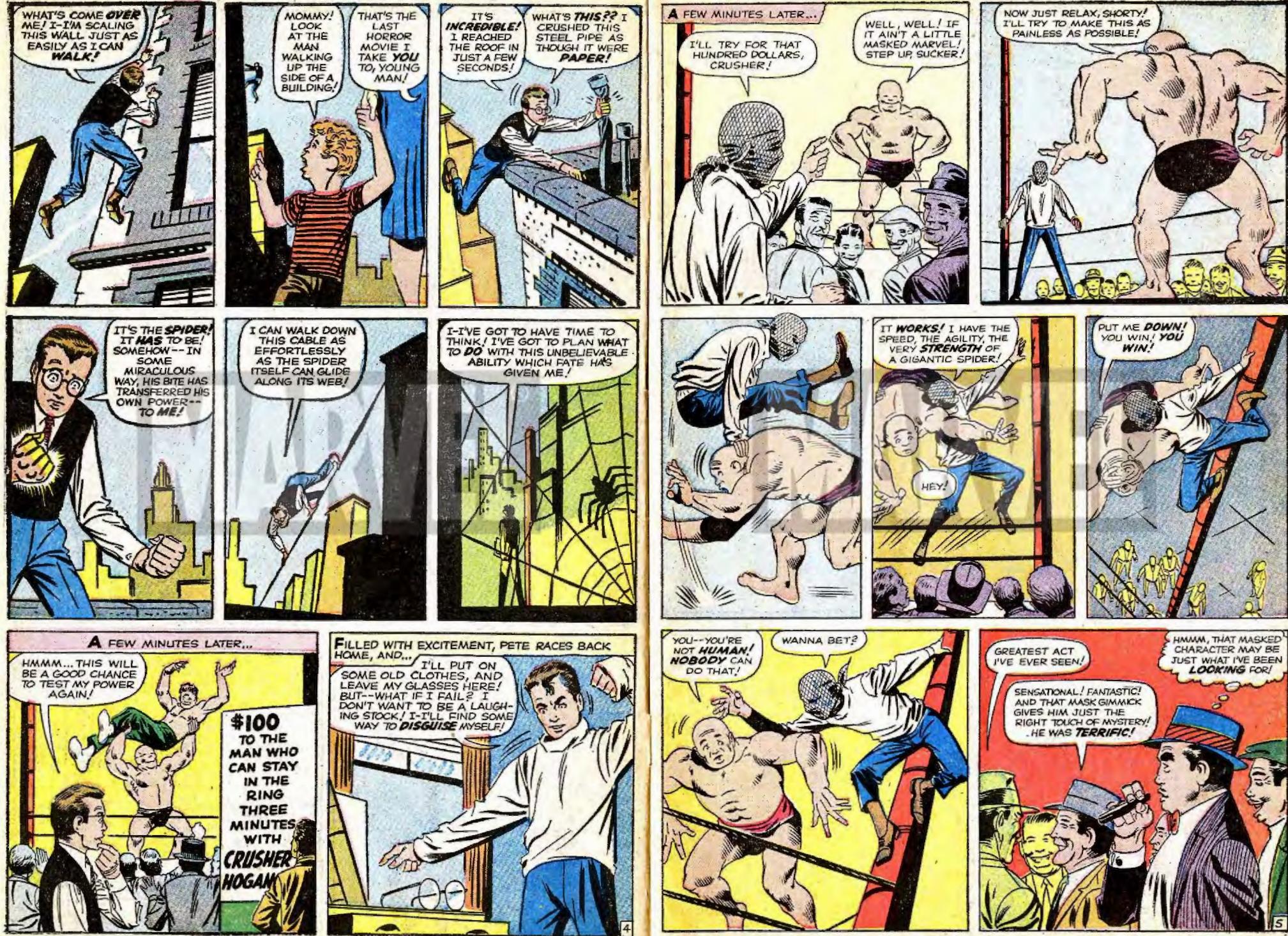
SPIDER-MAN!

LIKE COSTUME HEROES? CONFIDENTIALLY, WE IN THE COMIC MAG BUSINESS REFER TO THEM AS “LONG UNDERWEAR CHARACTERS”! AND, AS YOU KNOW, THEY'RE A DIME A DOZEN! BUT, WE THINK YOU MAY FIND OUR SPIDERMAN JUST A BIT... DIFFERENT!



Stan Lee & S. Ditko







Important news for the inexperienced man who needs a short cut to a better job, more money and greater security.

AMAZING NEW HOME TRAINING PLAN IN AIR CONDITIONING AND REFRIGERATION

...the exclusive CTI Learn-and-Practice method which enables many students to earn money in spare time — as they train for a top-pay job or their own business



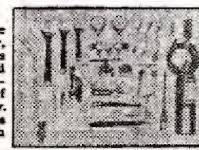
25 Kits
20 Shop Projects

Learn by Practicing—Get Experience

The new CTI semi-sealed condensing unit. You build this heavy-duty commercial-type unit from 25 kits that CTI sends without extra cost. You complete 20 Shop Projects. After assembling unit, you may then build an air conditioner, freezer, refrigerator or milk cooler.

Mechanic's Tools

You get wrenches, tube flaring tools, hammer, tubing, fittings, gauges and other items used by the experienced mechanic. Everything is of professional quality. Best of all, CTI trains you to use tools with speed and skill.



FREE! THREE VALUABLE OPPORTUNITY BOOKLETS

Investigate your opportunities for a better-pay job or your own business in an industry that has grown by 400% the past 12 years. Just fill out and mail coupon and we'll send our school catalog, lesson samples and a booklet of testimonials from grateful graduates. Act today.

CLIP COUPON BEFORE YOU TURN
THIS PAGE—MAIL TO CTI TODAY

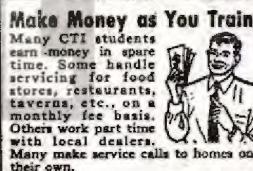
COMMERCIAL TRADES INSTITUTE
A Non-Profit Organization

CHICAGO 26, ILLINOIS
Accredited by National Home Study Council



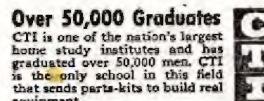
You build an operating condensing unit

"A demand for many thousands of additional mechanics who can install, maintain, and repair air-conditioning and refrigeration equipment is expected in the 1960s," the U.S. Dept. of Labor reports. "The use of air-conditioning in offices, stores, and theatres is increasing tremendously. In homes, the number of centrally installed air conditioning units doubled between 1957 and 1960." The growth of refrigeration in food preservation and in the manufacture of synthetic rubber, oil, high-test gasoline, medicine and drugs is also stressed by the Labor Dept. Want to be a mechanic in this great-growth field? Find out how—by mailing coupon below for complete information! No obligation.



Graduates Praise Training

"I started my own business. Earn from \$800 to \$900 a month."—Dale Landsberger, Okla. "Have gone into trucking refrigeration. My wages have tripled."—James Wiest, Minn. "I quit my \$75 a week job and am now making \$120 a week in a refrigeration shop."—Roy Goldsworthy, Wyo. "Am a repair man and earn \$200 a month over what I used to."—Albert Baum, Ill.



Over 50,000 Graduates

CTI is one of the nation's largest

home study institutes and has

graduated over 50,000 men. CTI

is the only school in this field

that sends parts-kits to build real

equipment.

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DEPT. R-79

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CHICAGO 26, ILLINOIS

Send me your 3 free booklets, Success in Air Conditioning and Refrigeration, Lesson Samples, and Proof from Graduates. No obligation.

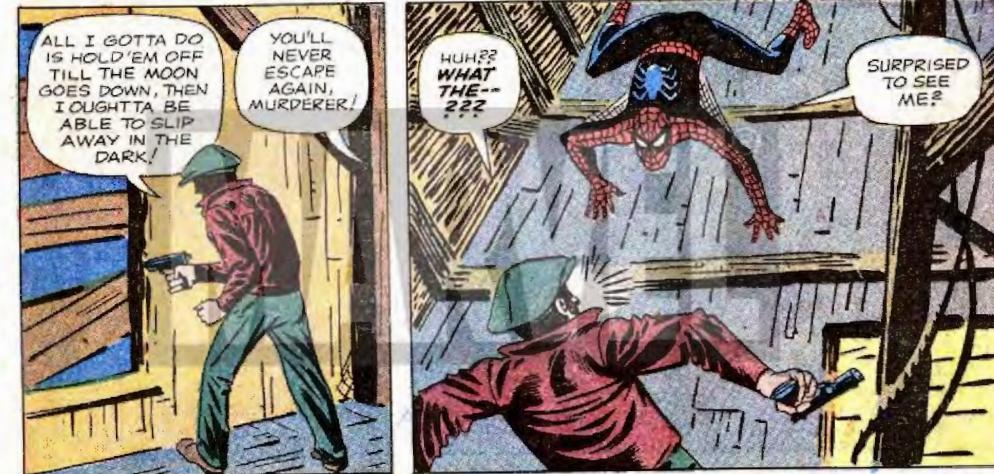
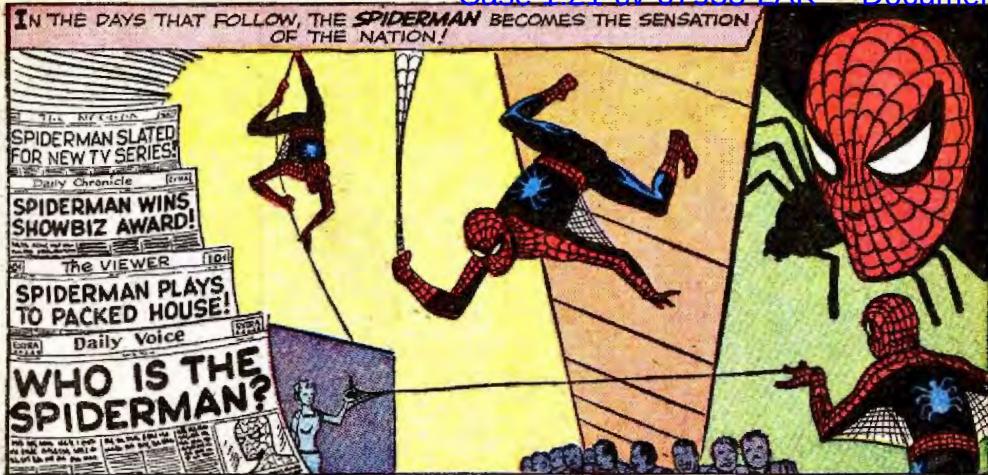
NAME _____ AGE _____

ADDRESS _____

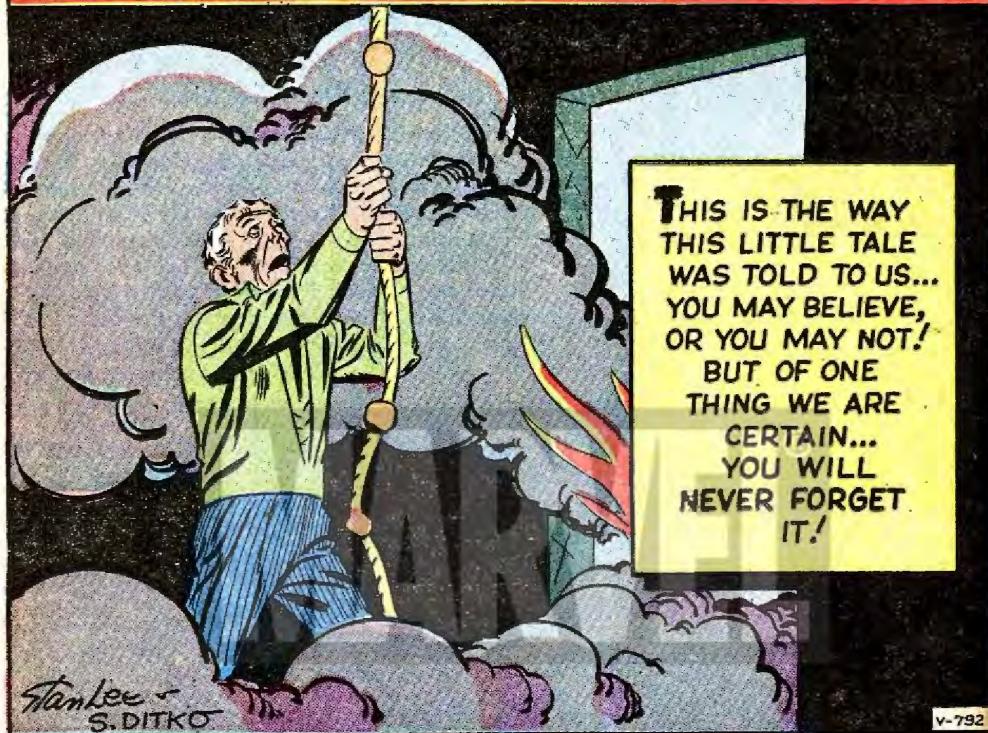
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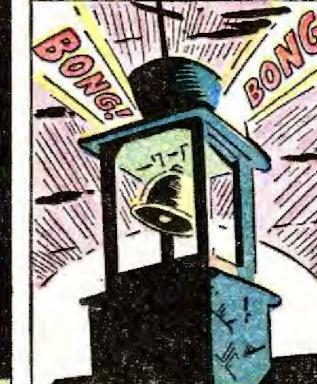
THE BELL-RINGER!



OLD PEDROS HAS RUNG THE BELL FOR ALL OF HIS ADULT LIFE, EVERY MORNING OF EVERY WEEK, OF EVERY MONTH, OF EVERY YEAR...



JUST AS HIS FATHER DID BEFORE HIM, AND HIS FATHER'S FATHER, FOR AS LONG AS THE CHURCH HAS ENDURED!



THE BELLS HAVE GUIDED FISHERMEN, SOUNDED ALARMS, TOLLED THE DAYS! THEY ARE AS MUCH A PART OF THE LITTLE VILLAGE AS THE VERY SOIL UPON WHICH MEN TROD!



AND OLD PEDROS, TOO, IS PART OF THE VILLAGE... JUST AS THE VILLAGE IS PART OF HIM!



BUT THEN ONE DAY, ONE FATEFUL DAY, A CHANGE OCCURS! A TERRIFYING CHANGE--AS A THIN CLOUD OF SMOKE BEGINS TO TRICKLE UPWARD FROM THE LONG DEAD VOLCANO!



PRAY THAT IT IS JUST AN ILLUSION! FOR IF THE ANGRY MOUNTAIN SHOULD ERUPT, IT MEANS THE END OF OUR LAND, OUR HOMES...



NESTLED IN THE BLUE MEDITERRANEAN LIES A SMALL VOLCANIC ISLE, INHABITED ONLY BY A SMALL COMMUNITY OF STALWART FISHERMEN...

BUT THERE IS ONE ISLANDER WHO IS NOT A FISHERMAN! HE IS OLD PEDROS, THE VILLAGE BELL-RINGER!

I MUST NOT BE LATE! IT IS TIME FOR MY BELLS!

EVERY MORNING FOR MORE YEARS THAN ONE CAN COUNT, OLD PEDROS HAS WALKED TO THE ANCIENT CHURCH AND RUNG THE MELLOW BELLS...



BUT IT IS NO ILLUSION!
THERE IS NO OTHER CHOICE! WE MUST ALL FLEE THE ISLAND--WHILE WE STILL CAN!

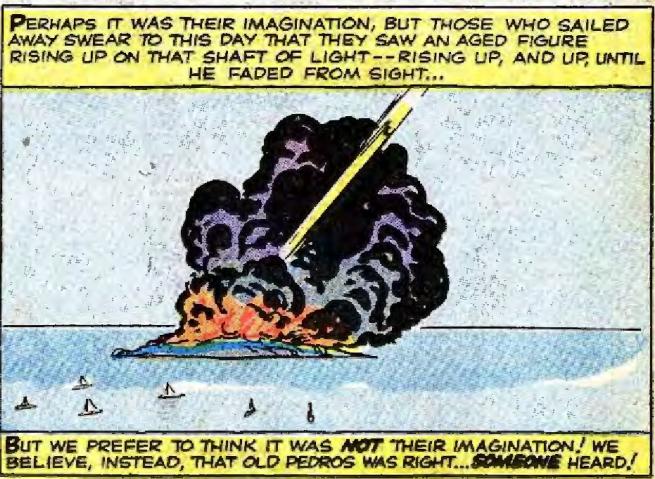
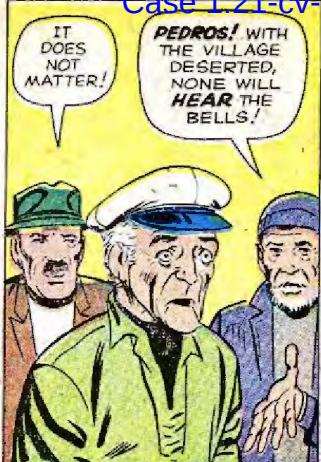


WITH HEAVY HEARTS, THE VILLAGERS GATHER THEIR MEAGER POSSESSIONS...



WE ARE FORTUNATE THAT WE HAD ENOUGH TIME TO FLEE!





BUT WE PREFER TO THINK IT WAS NOT THEIR IMAGINATION! WE BELIEVE, INSTEAD, THAT OLD PEDROS WAS RIGHT... **SOMEONE HEARD!**

The End

SO LIFE-LIKE . . .
YOU'LL EXPECT IT TO HISS!



GIANT 10-FOOT INFLATABLE BOA - CONSTRICTOR

This green and black giant is a full 10-feet long! As thick around as your arm! When you hold it up, it wiggles like a real snake! Put it down and instantly, automatically, it coils itself up! You can even wrap it around your body! And that's not all. Take it with you when you go swimming . . . it will keep you afloat. For sun-bathing, use it coiled up, as a pillow. Makes a great decoration for your room, too! Giant 10-foot-long Boa-Constrictor is made of heavy leak-resistant rubber. Inflates in a jiffy . . . deflates just as quickly for storage. And it costs only \$2.98. Rush coupon today!

• Giant! 10 feet long! As thick around as your arm!

• Actually coils itself up—automatically!

• Heavy, leak-resistant rubber . . . not cheap plastic!

ONLY

\$2.98

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P.O. Box 39
Bethpage, N.Y.

Send Rush me my giant-size, 10-foot-long Inflatable Boa-Constrictor. Enclosed is \$2.98 in . . . cash, . . . check, . . . M.O. I understand that if I am not delighted, my money will be promptly refunded.

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Address . . .
City . . . Zone . . . State . . .

SAVE HUNDREDS OF DOLLAR\$... THIS NEW, MAGIC WAY!



Put In A Coin



Close The Drawer



Like Magic, It's Gone!

AMAZING CHEST-O BANK

is more than a bank! It's actually a magic trick that will have your family, friends and neighbors waiting in line to put in their money—just to see how it works! But only you know the secret . . . only you have the key to get out the money and buy the things you've always wanted. What's more, the CHEST-O BANK is a beautiful addition to your room, because it's an accurate scale model of a \$35,000 genuine antique colonial chest-on-chest. And it's made to last . . . high-pressure molded of grained cherrywood polystyrene with a steel vault-type back and gleaming nickel-plated key. Best of all, it costs only \$1.98 postpaid. And if you don't get back twice that amount within the first 10 days you own it, just send it back and we'll refund every penny of your money. Order your CHEST-O BANK today.

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P.O. Box 39, Bethpage, N.Y.

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Name . . .

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ONLY \$1.98
ppd.

Size: 6 1/4" high x
3 1/4" wide

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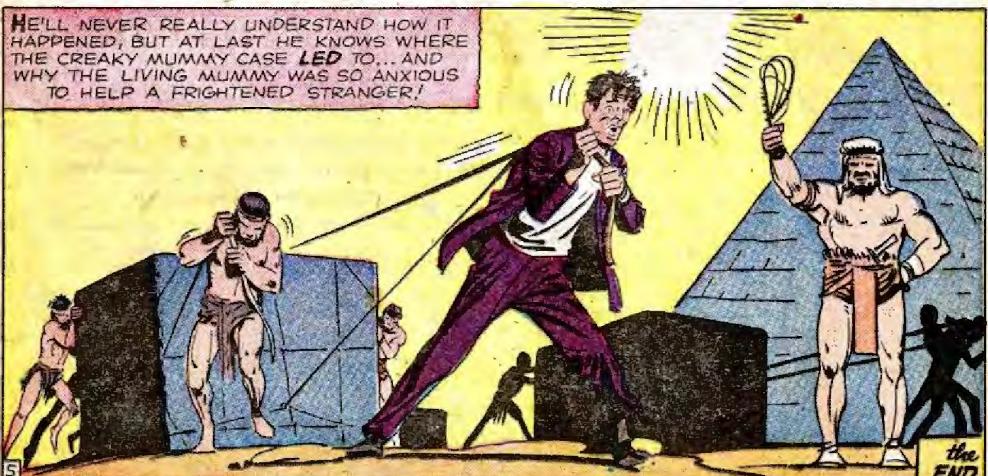
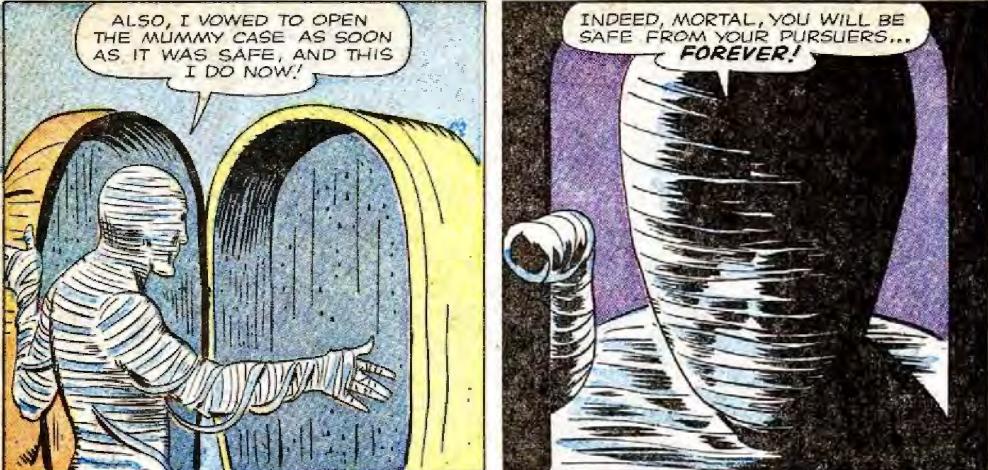
MAN IN THE MUMMY CASE!



A CRIMINAL SPENDS HALF HIS LIFE FLEEING FROM JUSTICE, AND ROCCO RANK IS NO EXCEPTION.







BE A POWERHOUSE OF MUSCLES!

IN JUST 30 days

FAMOUS HIP POCKET GYM

build a BODY of STEEL

FEAR NO ONE

THIS SYSTEM IS SO EFFECTIVE IT IS USED BY U.S. VETERANS HOSPITALS TO HELP REBUILD HEALTH AND VIGOR IN WOUNDED!

Even if you don't want to be a professional STRONG MAN — You own it to yourself to keep FIT, HEALTHY and to FEAR NO ONE! Right Now — in the privacy of your own home you can EASILY develop your muscles and have a much better-looking body that everyone will admire. No expensive Systems — No drawn-out correspondence courses — Everything you need comes to you in one compact package. HIP POCKET GYM will develop your chest, biceps, triceps, neck, back, shoulders, stomach and legs.

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Years Old or Older**

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Send my first bundle of papers, selling helps and prize offers. MC8-2**

Name _____

Are You a Boy? Age Date Born Year

In Care of _____

Street and No. R. P. D.

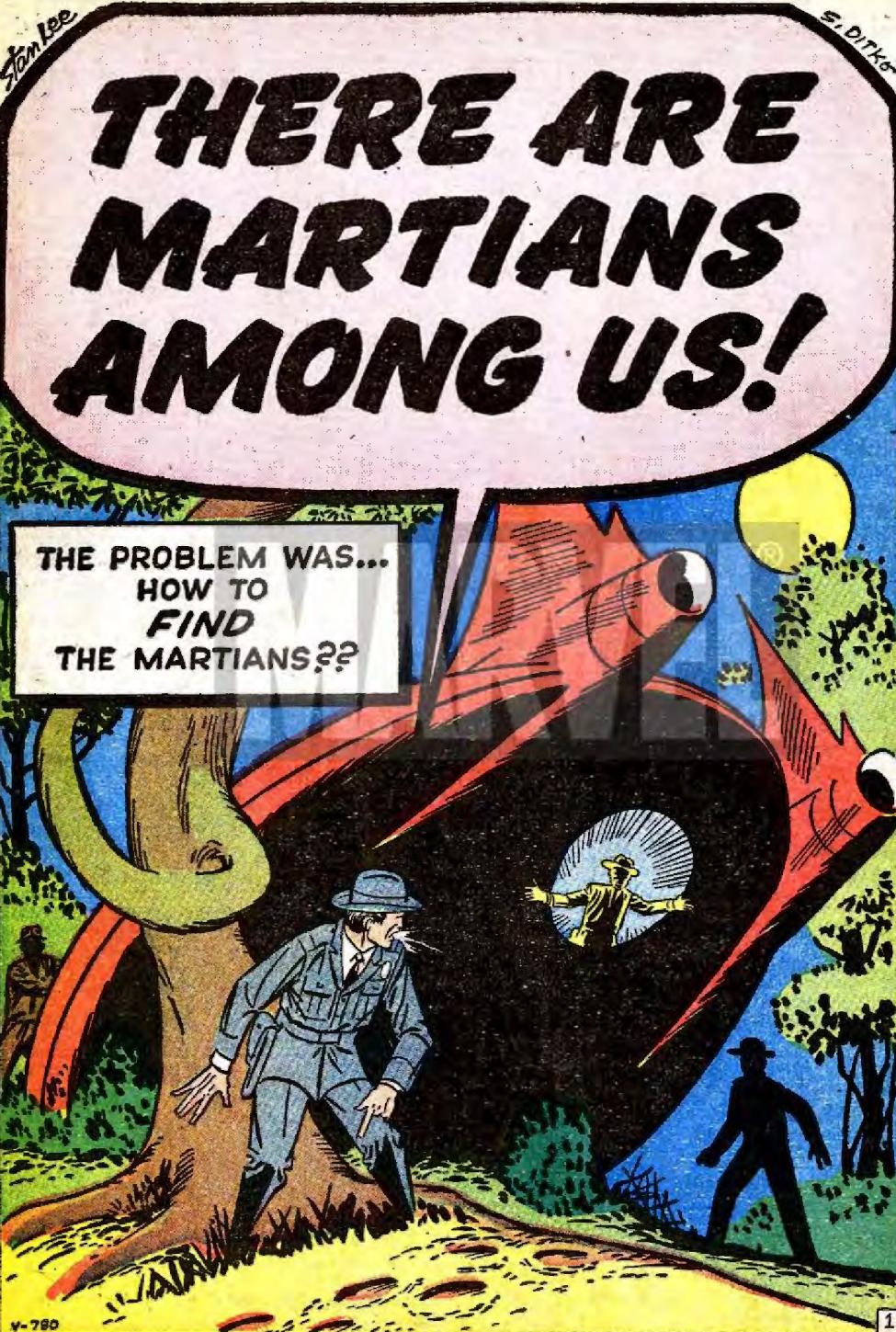
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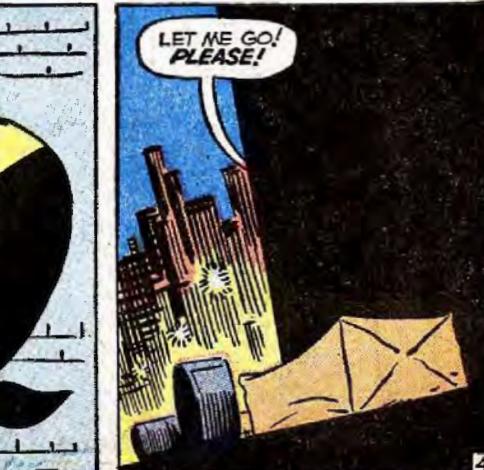
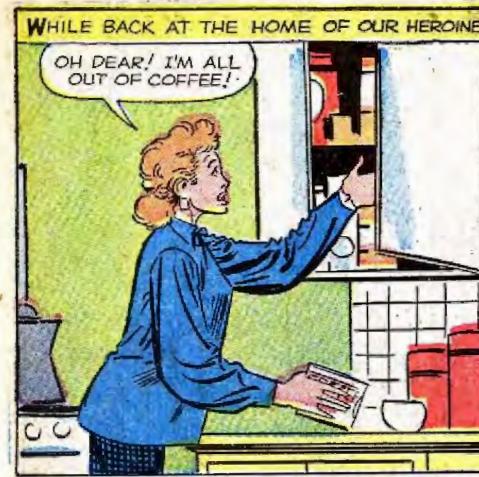
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TODAY**

**In an Envelope or
Pasted on a Post Card**

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FREE U.S. STAMP IF YOU ACT NOW!

Imagine getting this terrific kit complete—and at a price so low it's amazing. You get the U.S. Album pictured here. You get 10 U.S. Stamps...all different...that go into the Album. You get the magnifying glass, perforation gauge, stamp tongs, and a packet of hinges.

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Please send me my Scott Stamp Kit and my FREE U.S. Stamp. I enclose \$2 cash, check, or Money Order.

I understand that if I am not completely delighted, my \$2 will be refunded and I can keep my FREE U.S. Stamp.

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STREET _____
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IN ONE HOUR — GIANT FOOT CHARTS!

Now it's easy to learn any dance AT HOME in 1 HOUR with GIANT FOOT CHARTS. Surprise your friends with NEW steps in CHA-CHA, JITTERBUG, FOX TROT, TWIST! Place the Giant Foot Charts on floor, left foot red, right foot black. Turn on radio and START TO DANCE. You step from one to the other, following easy-to-understand directions. Learn as A-B-C. Anybody "catches on" in minutes. Teenagers, husbands and wives, old folks. This NEW MODERN WAY will make a good dancer out of YOU! Gain new self-confidence and friends...look professional on the dance floor. Be popular with dates. Avoid the embarrassment of not knowing the "latest steps." Learn over 30 new steps...includes 100 pictures. Send \$1 plus 50¢ handling—get 1 complete American-Style Dance Course including Fox Trot, Jitterbug, TWIST and Waltz. SPECIAL Send \$2, plus 50¢ handling (\$2.50 total) and get BOTH American-Style and Latin-American Courses including Cha-Cha-Cha, Rumba, Tango, Mambo and Merengue. (Necessary Giant Foot Charts included.) Satisfaction Guaranteed—or return Courses and Money Refunded. Send cash or check (save c.o.d. fee). **ORDER TODAY!**

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\$1



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Throw your voice into trunks, behind doors, everywhere. This device fits in your mouth and out of sight. Fool teachers, friends and family. Free book on "How to Become a Ventriloquist." No. 2137... 25¢

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Are you willing to take a chance? We won't tell you what you get, but because you're willing to gamble, we'll give you more than your money's worth. Only 50¢ No. 678

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Apply this to the television screen and it appears that the glass is cracked. No. 3333... 50¢

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Bank vault has combination type lock that gives an alarm when opened. Protects valuables and possessions. Frighten off would be invaders of your privacy. Excellent for storing money, valuables, prizes. No. 2113... \$1.49

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Turn your bike into something really special with this clear, transparent bike windshield. Just like the one on Motorcycles. Handy built-in pouch enables you to keep your sunglasses, tools, and personal effects within easy reach. Really makes your bike different. No. 4263... \$1.00

BIKE SPEEDOMETER

Now you can see how fast you're riding with this precision engineered speedometer for only 75¢. You can time yourself for racing, sports, distance. Just fasten it to your handlebar and go. No. 6199... 75¢

AMAZING NEW SPACE PHONE SET - 2 WAY - SENDS RECEIVES

You can talk back and forth between houses, from room to room, and from secret hiding places, because it's portable - no electric wires - no batteries. No. 3194... 69¢

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Just light one and watch the column of thick, white smoke rise to the ceiling, mushrooming into a dense cloud, just like an A-Bomb. No. 971... 20¢

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THE WORLD'S GREATEST MOLDER OF HANDSOME HE-MEN and CHAMPS out of WEAKLINGS says

can now get **YOU FREE!** **SKINNY OR FAT, 15, 20, 30 OR 40 YEARS OF AGE** **I'LL BUILD YOU INTO A NEW ATHLETIC MIGHTY-MUSCLED ALL-MALE HE-MAN**

in 10 THRILLING MINUTES a day, as I have done to MILLIONS in 35 YEARS."



BEN REBURN

20 years Directing Head of the most famous and largest home-training body building institute in the world, through which millions of youths and men applied for training, of which countless were changed from skinny and fat weaklings into streamlined heroic he-men.

This now MAGNIFICENT MODERN HERCULES, 26 year old teacher,

William Butler,

says to YOU, "No matter WHAT your age, I advise you, SEND for the A.B.C. WONDER PICTURE COURSES at once."

"Under the World's GREATEST BODY-BUILDER, I now have 18 1/2" ARMS, a 52" CHEST; my STRENGTH has greatly improved. So have my sports. I have won titles like 'Mr. Virginia', 'Mr. State Y.M.C.', etc.

YOU can soon be a HERO of MEN like Butler and an IDOL of WOMEN in a few weeks!

"NO MATTER WHAT YOUR AGE I'll show you, by my quick, easy SECRETS

How to GAIN OR LOSE UP TO 50 LBS. FAST
like my pupils here did and THOUSANDS do now."

17 YEAR OLD SILLS



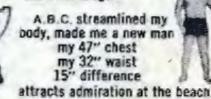
"I GAINED 60 LBS. OF SHAPELY MIGHTY MUSCLES. BEFORE mailing me today, I was a 125 lb. 6 ft. skinny weakling," says JOHN SILL

26 year old Felipe Mendoza



"I LOST 30 LBS. OF DANGEROUS UGLY FAT 4 INCHES OFF MY WAIST!"

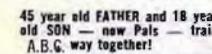
"That 220 lb. FAT-BOY at the right was ME a few short weeks ago."



A.B.C. streamlined my body, made me a new man my 47" chest my 32" waist 15" difference attracts admiration at the beach.

YOU can add 7 inches to your CHEST 3 1/2 inches to each ARM and the rest in proportion just as I did."

YOU can WIN the 18" tall SILVER TROPHY with name on it. A GOLD MEDAL, \$100, as I did."



45 year old FATHER and 18 year old SON — now Pals — train A.B.C. way together!



"Both gained pounds of powerful muscles. Advise your fathers and sons to send in the A.B.C. courses without foolish delay."

— LARRY CAMPBELL

AMERICAN BODY BUILDING CLUB, Dept. MA-28 GREAT NECK, NEW YORK

How would **YOU** like to have 18 1/2 inch ARMS a 52 inch CHEST like this A.B.C. pupil NOW has?

BEFORE
mailing coupon this A.B.C. pupil was this 90 lb. skeleton. Gained 70 lbs. Made football team.

"I'm proud of you boy," says Tony Pascarella

28 A.B.C. lbs.

Mail me FREE all 5 WORLD FAMOUS STRENGTH TEST COURSES, include PHOTO BOOK of FAMOUS STRONG MEN, once weaklings, now famous Strong Men. How to Become one of them.

I enclose 10¢ for mailing and handling.

I'm checking everything I need to give me the kind of body I want.

I want to gain lbs. (fill in) Triple my strength.

I want to streamline my body, get rid of flabby fat.

I want to add inches of muscle to my ARMS CHEST SHOULDERS POWERFUL LEGS SLIM WAIST

I want to become a winning athlete. I want new pep.

NAME: _____ AGE: _____

DO NOT MAIL COUPON IF UNDER 14 YEARS OF AGE.

ADDRESS: _____ CITY: _____ ZONE: _____ STATE: _____

FREE
Sports.
Self-defense.
Strong-man
Stunts
Courses
Apparatus.

Let me know how to get these

FREE!

MARVEL®

BOYS, GIRLS, MEN, WOMEN

IF YOU KNOW JUST *20* PEOPLE...



**Get These 2 Assortments
ON APPROVAL**

YULETIDE CHARM ASS'T. (top) is a tremendous value! 21 beautiful, sparkling cards glowing and glistening with old-fashioned Christmas cheer!

REGAL LUSTRE ASS'T. (bottom) . . . 21 magnificent cards on lustrous Kromekote paper, enriched with gold bronzing and sparkling decorations. Sells on sight!



FREE Samples of Popular-Priced,
Name-Imprinted PERSONAL CHRISTMAS CARDS

Thrill your friends and neighbors and make even MORE MONEY for yourself with exquisite, custom-designed NAME-IMPRINTED Christmas Cards at amazingly low prices. A large variety of exclusive, original designs for folks who want the finest quality in Personalized Christmas Cards at prices everybody can afford. They sell just by being shown. It's easy, too, because . . . we ship direct to your customers and we pay the postage. You have no bother, no trouble and no wasted time making deliveries. Send the coupon right away for your FREE Samples of the 4 Great New Lines of these fast-selling Personalized Christmas Cards!

Wallace Brown, Inc. 11 East 26th St., Dept. D-134
New York 10, New York

**YOU CAN MAKE AT LEAST \$50.00
-MORE LIKELY \$100.00 to \$200.00
IN YOUR SPARE TIME!**

**Everyone You Know Needs Christmas Cards
and Everyone Loves Wallace Brown Cards**

Do you know 20 people? Of course you do! Add up a half-dozen relatives, perhaps 3 neighbors, the butcher, the baker, the milkman, the grocer, your dentist, several friends and other tradespeople—and you've probably got a lot more than 20. So what are you waiting for? These folks alone can bring you in at least \$50.00, probably \$100.00 to \$200.00 extra money in just a few hours spare time. And this is just a start! Almost *everyone* you know needs Christmas Cards, and when you show them the spectacular nationally famous 1962 Wallace Brown Line of Cards and Gift Items—it's love at first sight. They'll snap up 2, 3, 6 or more Christmas Card Boxes right on the spot. Keep up to 50% of every dollar you take in! This is the fun way of making money because it's so easy. We send you samples that do the selling for you. And, besides making money you'll save money on your own personal Christmas Cards, Gifts, Wrappings, etc. See for yourself without risking a penny. Mail coupon, you'll be glad you did!

GET FREE CATALOG, TOO!
-Send Coupon Below

Be first in your neighborhood to cash in on this easy way to extra money with the 1962 Wallace Brown Line of Christmas Cards and Gift Items. Mail coupon this minute! You'll get 2 Christmas Card Assortments on approval. And FREE Samples of Name-Imprinted Personal Christmas Cards. Plus FREE full-color catalog showing lots more money-makers, including many Christmas Assortments, Everyday Greeting Card Assortments, Decorated Stationery, Gift Wrappings, Novelty Gifts, etc. Everything you need to start making money at once—and we show you how.

SEND NO MONEY

Paste Coupon on Postcard
or Mail in Envelope

**WALLACE BROWN, INC., 11 East 26th St.
Dept. D-134 New York 10, N.Y.**

**Send 2 Christmas Card Assortments on approval, plus
FREE Samples of Name-Imprinted Personal Christmas
Cards, FREE full-color Catalog, and details of simple
money-making plan.**

Name _____

Address _____

City & Zone _____ **State** _____

If writing for an organization, give its name _____